

EXHIBIT P

From: Clayton Hill
Sent: Thursday, April 21, 2022 11:53 AM CDT
To: TGarth@cheyenneinvest.com
CC: John Magness
Subject: Re: Title Plant Agreements

Sounds good.

From: TGarth@cheyenneinvest.com <TGarth@cheyenneinvest.com>
Sent: Thursday, April 21, 2022 11:40 AM
To: Clayton Hill <clayton.hill@claytonramirezlaw.com>
Cc: John Magness <johnmagness1020@gmail.com>
Subject: RE: Title Plant Agreements

It looks to me like our attorney is making sure that he is protected in the event of any blow back. By copy of this email, I am sending John the email from Kergin and am asking that he review this with Britt and Patricia to get their input. My reaction is to go forward as is and if there is an issue down the road, we can always split them up.

Tyrrell L. Garth
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7350 Phelan Blvd.
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(409) 866-5444
(409) 866-3666 / Fax
tgarth@cheyenneinvest.com

From: Clayton Hill [mailto:clayton.hill@claytonramirezlaw.com]
Sent: Thursday, April 21, 2022 11:23 AM
To: Tgarth@cheyenneinvest.com
Subject: Fw: Title Plant Agreements

Good morning Mr. Garth,

Below is an email from our TDI attorney. Basically, coupling all of our title plants together comes with some potential compliance risk. I think the risk is greatly outweighed by the cost of having to pay the separate agreements. Just last week, International had to spend \$20,000 for a month and a half of Title Data access.

I wanted to get your input before moving forward. Please let me know how you would like for me to proceed.

From: Kergin Bedell <kergin@bedellpllc.com>
Sent: Thursday, April 21, 2022 10:09 AM
To: Janna Nutt <Janna.Nutt@magnoliatitleteam.com>

Cc: Clayton Hill <clayton.hill@claytonramirezlaw.com>; Patricia Rissanen <Patricia.Rissanen@magnoliatileteam.com>
Subject: Re: Title Plant Agreements

This Message originated outside your organization.

Janna,

Good morning. I spoke with Patricia a couple of times yesterday on this.

I have concerns about using a single plant lease for these three entities. I'm not sure that it satisfies TDI's requirement that each agent have "actual, exclusive, physical possession and control" of the leased plant. (Procedural Rule P-12.b.). I know that some groups are using such a set up, but I don't know that TDI has actually reviewed or blessed such an agreement. Given these unknowns, I think it does pose some regulatory risk.

I spoke with Brian Davenport about how these arrangements are set up and he indicated that each licensed entity is listed as a subscriber under the agreement and has a separate ID. That arrangement provides some support that the arrangement meets the requirements of P-12. If you do proceed with this arrangement, I recommend that you have a disclosed officer (i.e. John for the Magnolia entities and Clayton for International) from each entity sign the agreement on behalf of the entity. Again, I have concerns that TDI Staff will view this as non-compliant, but I think having each entity listed as a subscriber, each entity set up as a separate company in the Title Data system, and each company executing the agreement gives you the best chance at convincing TDI Staff it satisfies the requirements of the Basic Manual.

I am happy to discuss this further. Please let me know what I can do to help.

Kergin

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On Apr 20, 2022, at 3:37 PM, Janna Nutt <Janna.Nutt@magnoliatitleteam.com> wrote:

We are already in talks with Title Data, just wanted to make sure the Kergin didn't see an issue with Department of Insurance by this being under one agreement that John Magness will sign off on.



From: Clayton Hill <clayton.hill@claytonramirezlaw.com>
Sent: Wednesday, April 20, 2022 3:32 PM
To: Janna Nutt <Janna.Nutt@magnoliatitleteam.com>; Kergin Bedell <kergin@bedellpllc.com>
Cc: Patricia Rissanen <Patricia.Rissanen@magnoliatitleteam.com>
Subject: Re: Title Plant Agreements

Hey Kergin,

Basically, what we're trying to do is have an umbrella company, based on common ownership that can enter into a single title plant contract and save us money as a whole. Unless you see a glaring problem this may be a better question for the title data people just to make sure that they are ok with it.

From: Janna Nutt <Janna.Nutt@magnoliatitleteam.com>
Sent: Wednesday, April 20, 2022 1:10 PM
To: Kergin Bedell <kergin@bedellpllc.com>
Cc: Patricia Rissanen <Patricia.Rissanen@magnoliatitleteam.com>; Clayton Hill <clayton.hill@claytonramirezlaw.com>
Subject: RE: Title Plant Agreements

This Message originated outside your organization.

Kergin –
 We are going to be executing our Plant Agreement with Title Data under the name of Starrex Technical Services, LLC – which is a company that was created to serve like a management entity for all title entities. And per Debbie Merritt, we are going to use this name and Sol City Title, LLC dba Magnolia Title,

Coast to Coast Title, LLC dba Magnolia Title and International Title Services, LLC will all be under this one agreement. Per Debbie Merritt – John Magness will sign as the Authorized Agent under the Starrex Technical Services, LLC name, so I believe that only John will execute the Title Plant Agreement with Title Data.

Do you agree or disagree with that statement? Or do you think we need John to sign on behalf of Starrex Technical Services, LLC AND Sol City and Coast to Coast and then also have Clayton join and sign on behalf of International?

<image001.png>

JANNA NUTT
SVP Escrow Operations

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WARNING! WIRE FRAUD ADVISORY – NEVER TRUST WIRING INSTRUCTIONS SENT VIA EMAIL Wire fraud is on the rise! Please call your Magnolia Title Escrow Officer immediately to verify any wiring instructions received via email. Important: Do not call a phone number within the wire instructions email – only use a verified number for Magnolia Title such as the one on the sales contract, via an Internet search, etc. This email message is for the sole use of the intended recipient(s) and may contain confidential information. Any unauthorized review, use, disclosure, or distribution is prohibited. If you are not the intended recipient, please contact the sender by reply email and destroy all copies of the original message.

From: Patricia Rissanen <Patricia.Rissanen@magnoliatitleteam.com>

Sent: Wednesday, April 20, 2022 1:01 PM

To: Janna Nutt <Janna.Nutt@magnoliatitleteam.com>

Subject: FW: Title Plant Agreements

<image002.png>

PATRICIA RISSANEN
President of Texas Operations

972.922.3738 (M)

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www.magnoliatitletx.com

<image003.png>

From: Clayton Hill <clayton.hill@claytonramirezlaw.com>
Sent: Wednesday, April 20, 2022 11:56 AM
To: Patricia Rissanen <Patricia.Rissanen@magnoliatitleteam.com>
Subject: Title Plant Agreements

Good morning Patricia,

Kergin just reached out to me about the title plant signors. Based on what we have disclosed Magness will need to sign on behalf of all the Magnolias and I will sign on behalf of International. Thanks for negotiating the title plant agreement that's a huge help.

Thanks,
Clayton